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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

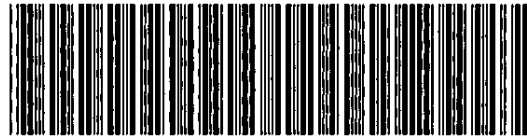
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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2014 MAY -1 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 15 2013

T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: L-M Asphalt Partners, Ltd.

Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida.

Please return all correspondence concerning this matter to:

Shelley A. Kidder

Contact Person

Reed Weitkamp Schell & Vice PLLC

Firm/Company

500 W. Jefferson St., Ste. 2400

Address

Louisville, KY 40202

City, State and Zip Code

rmartin@atsconstruction.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shelley A. Kidder at (**502**) **589.1000**

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)	<input type="checkbox"/> \$1,008.75 Filing Fees and Certificate of Status	<input type="checkbox"/> \$1,052.50 Filing Fees and Certified Copy	<input type="checkbox"/> \$1,061.25 Filing Fee, Certified Copy, and Certificate of Status
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STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

5/15/14 Spoke with Shelley Kidder
She said Kentucky does not
do Certificates for LTD.
TH

**REED WEITKAMP
SCHELL & VICE PLLC**

500 West Jefferson Street, Suite 2400
Louisville, Kentucky 40202-2812
Telephone 502.589.1000
Facsimile 502.562.2200
www.RWSVlaw.com

April 25, 2014

VIA FEDERAL EXPRESS

Florida Secretary of State
Corporations Division
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: (I) Application by Foreign Limited Partnership to Transact Business in Florida; (ii) Application by Foreign Corporation for Authorization to Transact Business in Florida; and (iii) Application for Registration of Fictitious Name

Dear Sir or Madam:

Enclosed please find an original and two copies of the following documents for filing with your office:

- (I) Application by Foreign Limited Partnership to Transact Business in Florida;
- (ii) Application by Foreign Corporation for Authorization to Transact Business in Florida; and
- (iii) Application for Registration of Fictitious Name

Foreign Limited Partnership Application. Per my phone conversation with Gretchen Harvey of the Florida Department of State's office, we have included certified copies of the Certificate of Limited Partnership, and all amendments, for L-M Asphalt Partners, Ltd. Please note the Kentucky Secretary of State **DOES NOT** issue Certificates of Good Standing/Existence/Formation/etc. for limited partnerships. Accordingly, the certified documents are all we are able to provide with this filing. If you prefer, you can contact me or the Kentucky Secretary of State directly at 502.564.3490 with any questions regarding this matter.

Foreign Corporation Application. As required under Florida statute, the sole purpose for filing the Application by Foreign Corporation for Authorization to Transact Business in Florida is because the entity, L-M Holdings, Inc. (a/k/a L-M Holdings FL, Inc. in the State of Florida) will serve as the sole general partner of L-M Asphalt Partners, Ltd.

REED WEITKAMP
SCHELL & VICE PLLC

Florida Secretary of State
Corporations Division
April 25, 2014
Page 2

Fictitious Name Registration. Once you have filed the Application by Foreign Limited Partnership, please insert the "*Florida Document Number*" under Section 2, Item B.1. as appropriate.

Also enclosed you will find three separate checks totaling \$1,120 to cover the appropriate filing fees associated with the enclosed filings. Please file the enclosed documents and return the filed-stamped copies to me. I have enclosed a self-addressed return envelope for your convenience.

If you have any questions or concerns, please contact me.

Sincerely,

A handwritten signature in cursive script, appearing to read "Shelley", written in black ink.

Shelley A. Kidder
Paralegal

SAK/
Enclosures

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA

1. L-M Asphalt Partners, Ltd.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

If name unavailable, name under which the limited partnership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.

2. Kentucky

State or Country of Formation

3. April 3, 1992

Date of Formation

4. Federal Employer Identification Number: 61-1219911

5. Name of Registered Agent for Service of Process and Florida Street Address:

NRAI Services, Inc.

1200 South Pine Island Road

Plantation, FL 33324

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2014 MAY - 1 PM 12:13

FILED

6. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature] Asst. Secretary
Signature of Registered Agent

7. Principal Office:

3009 Atkinson Avenue

Suite 400

Lexington, KY 40509

8. Mailing Address:

3009 Atkinson Avenue

Suite 400

Lexington, KY 40509

9. If limited partnership is a limited liability limited partnership, check box.

10. Name, principal office address, and mailing address of each general partner:

Name of General Partner: L-M Holdings FL, Inc.

F1400000203

Name of General Partner:

Street Address: 3009 Atkinson Ave., Ste. 400

Street Address:

Lexington, KY 40509

Mailing Address: 3009 Atkinson Ave., Ste. 400

Mailing Address:

Lexington, KY 40509

Name of General Partner:

Name of General Partner:

Street Address:

Street Address:

Mailing Address:

Mailing Address:

Name of General Partner: _____ Name of General Partner: _____

Street Address: _____ Street Address: _____

Mailing Address: _____ Mailing Address: _____

11. Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 16th day of April, 2014.



Signature of a general partner

The individual signing this document affirm that the facts stated herein are true and the individual is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Filing Fees:	\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

FILED
2014 MAY -1 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Alison Lundergan Grimes
Secretary of State

Certificate

I, Alison Lundergan Grimes, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of

CERTIFICATE OF LIMITED PARTNERSHIP OF

L-M ASPHALT PARTNERS, LTD. FILED APRIL 3, 1992;

AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP FILED
DECEMBER 4, 2007;

SECOND AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
FILED MARCH 15, 2013.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
Official Seal at Frankfort, Kentucky, this 18th day of April, 2014.



Alison Lundergan Grimes

Alison Lundergan Grimes
Secretary of State
Commonwealth of Kentucky
dwilliams/0299014 - Certificate ID: 149906

299014

RECEIVED & FILED

\$40.00

Apr 3 12 37 PM '92

**CERTIFICATE OF LIMITED PARTNERSHIP
OF L-M ASPHALT PARTNERS, LTD.**

669761

BOB D. M. 112
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY
B. *William G. Strench*
THE NAME OF THE LIMITED PARTNERSHIP: L-M ASPHALT PARTNERS, LTD.

II. THE ADDRESS OF THE OFFICE AT WHICH REQUIRED RECORDS ARE KEPT AND THE NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS:

- A. Address of Office: 2257 Executive Drive, Lexington, Kentucky 40583
- B. Name and Address of Agent: Steven L. Lawson, 2257 Executive Drive, Lexington, Kentucky 40583

III. THE NAME AND BUSINESS ADDRESS OF THE SOLE GENERAL PARTNER: L-M Holdings, Inc., 2257 Executive Drive, Lexington, Kentucky 40583

IV. THE MAILING ADDRESS FOR THE LIMITED PARTNERSHIP: 2257 Executive Drive, Lexington, Kentucky 40583

V. THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO DISSOLVE: June 30, 2017

VI. DATE OF FORMATION OF LIMITED PARTNERSHIP: Simultaneously with the filing of this Certificate of Limited Partnership in the office of the Secretary of State of the Commonwealth of Kentucky

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been duly executed by the General Partner of the Partnership on this 2nd day of April, 1992.

GENERAL PARTNER:

L-M HOLDINGS, INC.

By:

Steven L. Lawson, President
Steven L. Lawson, President

THIS INSTRUMENT PREPARED BY:

William G. Strench
William G. Strench
HIRN REED HARPER & EISINGER
2450 Meidinger Tower
Louisville, KY 40202
(502) 585-2450

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF L-M ASPHALT PARTNERS, LTD**

0299014.08

Dcomish
KARI

Trey Grayson
Secretary of State
Received and Filed
12/04/2007 2:17:09 PM
Fee Receipt: \$40.00

The undersigned general partner, in order to change the Certificate of Limited Partnership of L-M Asphalt Partners, Ltd. (the "Partnership") originally filed in the Office of the Secretary of State of Kentucky on April 3, 1992 *changing the mailing address, registered address and general partner's address, hereby amends and restates the Certificate in its entirety and certifies the following:*

1. The name of the Partnership is L-M Asphalt Partners, Ltd.
2. *The address of the Partnership's office is 1332 Old Frankfort Pike, Lexington, Kentucky 40504, and the name of the agent for service of process at that address is Steven L. Lawson.*
3. The names and business addresses of the general partners are as follows:

L-M Holdings, Inc.
1332 Old Frankfort Pike
Lexington, Kentucky 40504
4. The mailing address for the Partnership is 1332 Old Frankfort Pike, Lexington, Kentucky 40504.
5. The latest date upon which the limited partnership is to dissolve is June 30, 2017.

IN WITNESS WHEREOF, the undersigned general partners have signed and sworn to this Amended and Restated Certificate of Limited Partnership on the ____ day of November, 2007.

L-M HOLDINGS, INC.,
a Kentucky corporation

By: 

Steven L. Lawson, President

By his signature below, Steven L. Lawson consents to serve as registered agent on behalf of the Partnership.

The General Partner of
L-M ASPHALT PARTNERS, LTD.


Steven L. Lawson, Registered Agent

0299014.08

dcornish
AMD

Allison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
3/15/2013 10:40 AM
Fee Receipt: \$40.00

**SECOND AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF L-M ASPHALT PARTNERS, LTD**


The undersigned general partner, in order to change the Amended and Restated Certificate of Limited Partnership of L-M Asphalt Partners, Ltd. (the "Partnership") filed in the Office of the Secretary of State of Kentucky on December 4, 2007 changing the mailing address, general partner's address, and latest dissolution date.

1. The name of the Partnership is L-M Asphalt Partners, Ltd.
2. The address of the Partnership's office is 3009 Atkinson Avenue, Suite 400, Lexington, Kentucky 40509.
3. The name and business address of the general partner is as follows:


L-M Holdings, Inc.
3009 Atkinson Avenue, Suite 2400
Lexington, Kentucky 40509
4. The mailing address for the Partnership is 3009 Atkinson Avenue, Suite 400, Lexington, Kentucky 40509.
5. The latest date upon which the limited partnership is to dissolve is June 30, 2042.

IN WITNESS WHEREOF, the undersigned general partner has signed and sworn to this Second Amended and Restated Certificate of Limited Partnership on the 1st day of March, 2013.

L-M HOLDINGS, INC.,
a Kentucky corporation

By: 
Steven L. Lawson, President

THIS INSTRUMENT PREPARED BY:


Gary R. Weitkamp, Esq.
Reed Weitkamp Schell & Vice PLLC
500 West Jefferson Street, Suite 2400
Louisville, Kentucky 40202
(502) 589-1000